

DUANE MORRIS LLP
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IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK

I, Gregory P. Gulia, hereby declare:

1. I am a partner at the law firm Duane Morris LLP (“Duane Morris”), attorneys for plaintiff Urban Outfitters, Inc. (“Urban Outfitters”). I respectfully submit this declaration in support of Duane Morris’ motion to withdraw as counsel for Urban Outfitters in the above-captioned action.

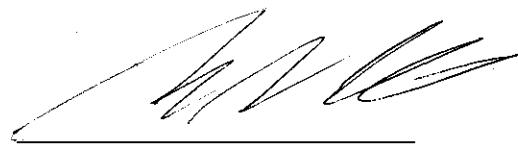
2. In a telephone conference on October 10, 2012, I discussed this issue with in-house counsel for Urban Outfitters. Urban Outfitters knowingly and freely assents to the termination of the employment of Duane Morris as counsel. Indeed, Urban Outfitters' in-house counsel has informed me that Urban Outfitters has retained the law firm of Drinker Diddle & Reath LLP as its new counsel in this litigation. Duane Morris will fully assist Drinker Diddle & Reath LLP in transitioning the representation by providing critical documents on an expedited basis and briefing Drinker Diddle & Reath LLP as to the key facts and issues in this case.

Furthermore, Duane Morris and Urban Outfitters have diverging views with respect to the appropriate strategy to employ in this litigation.

3. Duane Morris will not be seeking a charging lien or a retaining lien against Urban Outfitters.

I declare under penalty of perjury that the foregoing is true and correct.

Dated: New York, NY
October 17, 2012



Gregory P. Gulia

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